

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT



APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER LC FEE 1-11D-56			
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT LAKE CANYON			
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME			
6. NAME OF OPERATOR BERRY PETROLEUM COMPANY						7. OPERATOR PHONE 303 999-4044			
8. ADDRESS OF OPERATOR 4000 South 4028 West Rt 2 Box 7735, Roosevelt, UT, 84066						9. OPERATOR E-MAIL kao@bry.com			
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) FEE			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Janet Herbruck						14. SURFACE OWNER PHONE (if box 12 = 'fee') 619-222-6417			
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') P O Box 86054, San Diego, CA 92138						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')			
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>			

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	278 FNL 2524 FEL	NWNE	11	5.0 S	6.0 W	U
Top of Uppermost Producing Zone	700 FNL 1062 FEL	NENE	11	5.0 S	6.0 W	U
At Total Depth	750 FNL 995 FEL	NENE	11	5.0 S	6.0 W	U

21. COUNTY DUCHESENE		22. DISTANCE TO NEAREST LEASE LINE (Feet) 278		23. NUMBER OF ACRES IN DRILLING UNIT 640	
		25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 20		26. PROPOSED DEPTH MD: 7246 TVD: 6912	
27. ELEVATION - GROUND LEVEL 7054		28. BOND NUMBER RLB0005651		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-12400	

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	12.25	8.625	0 - 1000	24.0	J-55 ST&C	9.5	Class G	640	1.15	15.8
PROD	7.875	5.5	0 - 7246	17.0	L-80 LT&C	9.5	Type V	180	3.82	11.0
							Class G	440	1.7	13.1

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER <input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) <input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP
---	---

NAME Kathy K. Fieldsted	TITLE Sr. Regulatory & Permitting Tech.	PHONE 435 722-1325
SIGNATURE	DATE 09/11/2012	EMAIL kkf@bry.com
API NUMBER ASSIGNED 43013517120000	APPROVAL Permit Manager	

T5S, R6W, U.S.B.&M.

BERRY PETROLEUM COMPANY

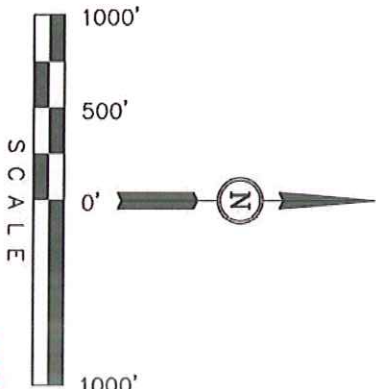
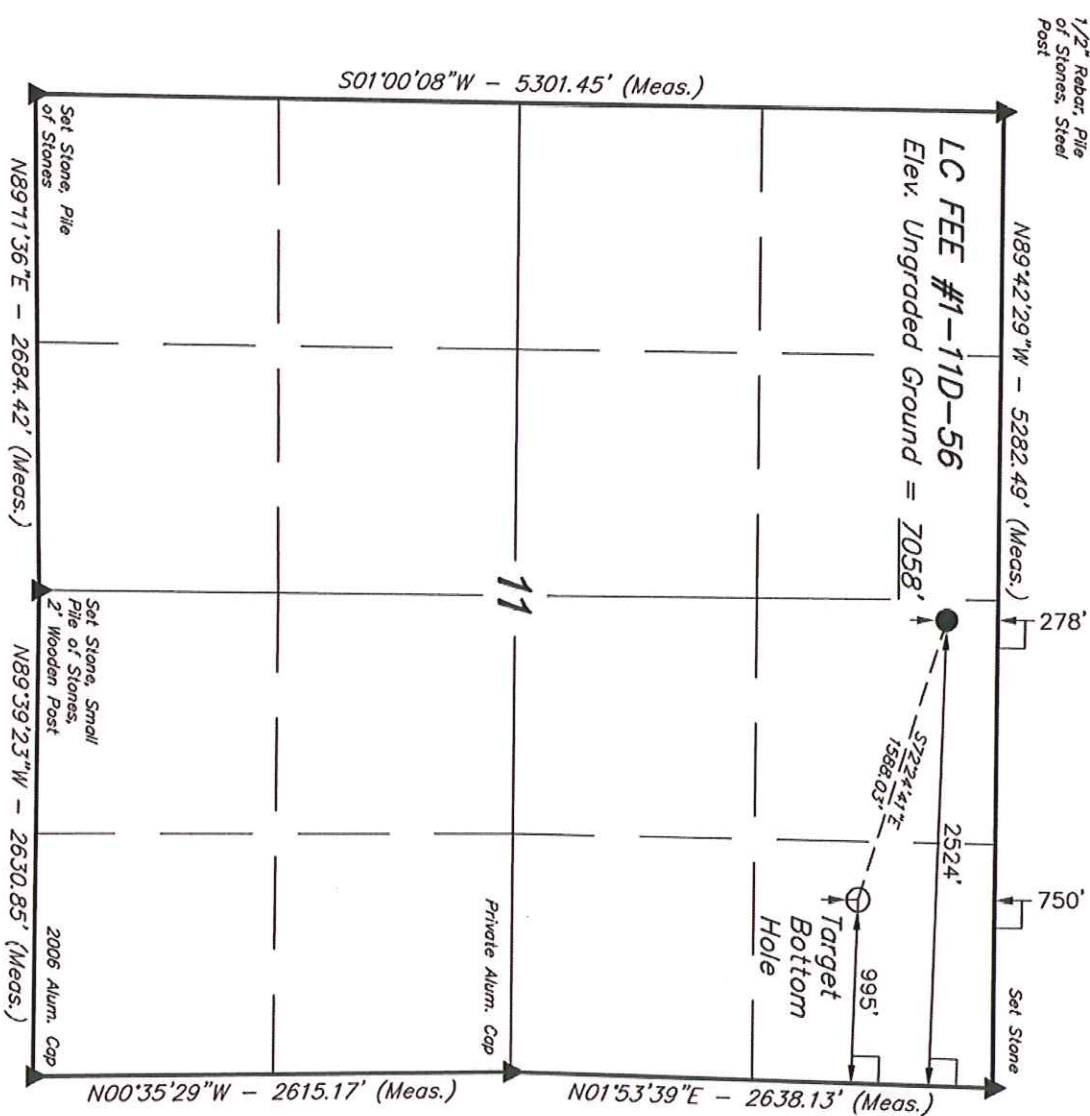
Well location, LC FEE #1-11D-56, located as shown in the NW 1/4 NE 1/4 of Section 11, T5S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESE SE, QUADRANGLE, UTAH, DUCHESE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PARCELS PREPARED BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

DATE OF SURVEY 06-26-12

UNTAK ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE

1" = 1000'

DATE SURVEYED: 06-15-12 DATE DRAWN: 06-18-12

PARTY G.O. S.R. Z.L.

REFERENCES G.L.O. PLAT

WEATHER

WARM

FILE BERRY PETROLEUM COMPANY

LEGEND:

— = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°03'58.31" (40.066197)	LATITUDE = 40°04'03.02" (40.067506)
LONGITUDE = 110°31'16.26" (110.521183)	LONGITUDE = 110°31'35.73" (110.526592)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°03'58.45" (40.066236)	LATITUDE = 40°04'03.17" (40.067547)
LONGITUDE = 110°31'13.70" (110.520472)	LONGITUDE = 110°31'33.17" (110.525881)